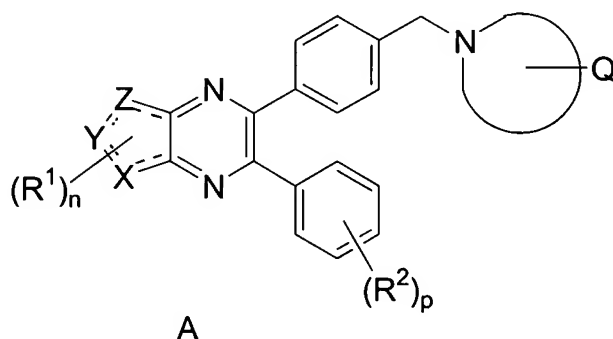


AMENDMENTS TO THE CLAIMS

This listing of claims will replace all prior versions, and listings, of claims in the application:

Listing of Claims

1. (Original) A compound of the formula A:



wherein:

n is 0, 1, 2 or 3;

p is 0, 1, 2 or 3;

r is 0 or 1;

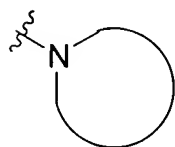
s is 0 or 1;

m is 0 or 1;

a is 0 or 1;

b is 0 or 1;

X, Y and Z are independently selected from: C, N, S or O provided that at least one of X, Y or Z is N, S or O;



is: heterocycle, optionally substituted with one to three R^Z;

Q is selected from: H, -NR⁵R⁶ and heterocycle, said heterocycle which is optionally substituted with one to three R^Z;

R¹ and R² are independently selected from:

- 1) (C=O)_aO_bC₁-C₁₀ alkyl,
- 2) (C=O)_aO_baryl,
- 3) C₂-C₁₀ alkenyl,
- 4) C₂-C₁₀ alkynyl,

- 5) $(\text{C}=\text{O})_a\text{O}_b$ heterocyclyl,
- 6) $(\text{C}=\text{O})_a\text{O}_b\text{C}_3\text{-C}_8$ cycloalkyl,
- 7) CO_2H ,
- 8) halo,
- 9) CN ,
- 10) OH ,
- 11) $\text{O}_b\text{C}_1\text{-C}_6$ perfluoroalkyl,
- 12) $\text{O}_a(\text{C}=\text{O})_b\text{NR}^3\text{R}^4$,
- 13) $\text{NR}^c(\text{C}=\text{O})\text{NR}^3\text{R}^4$,
- 14) $\text{S}(\text{O})_m\text{R}^a$,
- 15) $\text{S}(\text{O})_2\text{NR}^3\text{R}^4$,
- 16) $\text{NR}^c\text{S}(\text{O})_m\text{R}^a$,
- 17) oxo,
- 18) CHO ,
- 19) NO_2 ,
- 20) $\text{NR}^c(\text{C}=\text{O})\text{O}_b\text{R}^a$,
- 21) $\text{O}(\text{C}=\text{O})\text{O}_b\text{C}_1\text{-C}_{10}$ alkyl,
- 22) $\text{O}(\text{C}=\text{O})\text{O}_b\text{C}_3\text{-C}_8$ cycloalkyl,
- 23) $\text{O}(\text{C}=\text{O})\text{O}_b$ aryl, and
- 24) $\text{O}(\text{C}=\text{O})\text{O}_b$ -heterocycle,

said alkyl, aryl, alkenyl, alkynyl, heterocyclyl, and cycloalkyl optionally substituted with one or more substituents selected from R^z ;

R^3 and R^4 are independently selected from:

- 1) H ,
- 2) $(\text{C}=\text{O})_a\text{O}_b\text{C}_1\text{-C}_{10}$ alkyl,
- 3) $(\text{C}=\text{O})_a\text{O}_b$ aryl,
- 4) $\text{C}_2\text{-C}_{10}$ alkenyl,
- 5) $\text{C}_2\text{-C}_{10}$ alkynyl,
- 6) $(\text{C}=\text{O})_a\text{O}_b$ heterocyclyl,
- 7) $(\text{C}=\text{O})_a\text{O}_b\text{C}_3\text{-C}_8$ cycloalkyl,
- 8) OH ,
- 9) $\text{C}_1\text{-C}_6$ perfluoroalkyl,
- 10) $\text{S}(\text{O})_m\text{R}^a$, and
- 11) CHO ,

said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one or more substituents selected from RZ, or

R³ and R⁴ can be taken together with the nitrogen to which they are attached to form a monocyclic or bicyclic heterocycle with 4-7 members in each ring and optionally containing, in addition to the nitrogen, 1-3 heteroatoms selected from N, O and S, said monocyclic or bicyclic heterocycle optionally substituted with one or more substituents selected from RZ;

R⁵ and R⁶ are independently selected from:

- 1) H,
- 2) (C=O)_aO_bC₁-C₁₀ alkyl,
- 3) (C=O)_aO_baryl,
- 4) C₂-C₁₀ alkenyl,
- 5) C₂-C₁₀ alkynyl,
- 6) (C=O)_aO_b heterocyclyl,
- 7) (C=O)_aO_bC₃-C₈ cycloalkyl,
- 8) OH,
- 9) C₁-C₆ perfluoroalkyl,
- 10) (C=O)NR³R⁴,
- 11) S(O)_mR^a,
- 12) S(O)₂NR³R⁴, and
- 13) CHO,

said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one or more substituents selected from RZ, or

R⁵ and R⁶ can be taken together with the nitrogen to which they are attached to form a monocyclic or bicyclic heterocycle with 4-7 members in each ring and optionally containing, in addition to the nitrogen, 1-3 heteroatoms selected from N, O and S, said monocyclic or bicyclic heterocycle optionally substituted with one or more substituents selected from RZ;

RZ is selected from:

- 1) (C=O)_rO_s(C₁-C₁₀)alkyl,
- 2) O_r(C₁-C₃)perfluoroalkyl,
- 3) (C₀-C₆)alkylene-S(O)_mR^a,
- 4) oxo,
- 5) OH,

- 6) halo,
- 7) CN,
- 8) $(\text{C}=\text{O})_r\text{O}_s(\text{C}_2\text{-C}_{10})\text{alkenyl}$,
- 9) $(\text{C}=\text{O})_r\text{O}_s(\text{C}_2\text{-C}_{10})\text{alkynyl}$,
- 10) $(\text{C}=\text{O})_r\text{O}_s(\text{C}_3\text{-C}_6)\text{cycloalkyl}$,
- 11) $(\text{C}=\text{O})_r\text{O}_s(\text{C}_0\text{-C}_6)\text{alkylene-aryl}$,
- 12) $(\text{C}=\text{O})_r\text{O}_s(\text{C}_0\text{-C}_6)\text{alkylene-heterocyclyl}$,
- 13) $(\text{C}=\text{O})_r\text{O}_s(\text{C}_0\text{-C}_6)\text{alkylene-N(R}^b)_2$,
- 14) C(O)R^a ,
- 15) $(\text{C}_0\text{-C}_6)\text{alkylene-CO}_2\text{R}^a$,
- 16) C(O)H ,
- 17) $(\text{C}_0\text{-C}_6)\text{alkylene-CO}_2\text{H}$,
- 18) $\text{C(O)N(R}^b)_2$,
- 19) $\text{S(O)}_m\text{R}^a$,
- 20) $\text{NR}^c(\text{C}=\text{O})\text{O}_b\text{R}^a$,
- 21) $\text{O}(\text{C}=\text{O})\text{O}_b\text{C}_1\text{-C}_{10}\text{ alkyl}$,
- 22) $\text{O}(\text{C}=\text{O})\text{O}_b\text{C}_3\text{-C}_8\text{ cycloalkyl}$,
- 23) $\text{O}(\text{C}=\text{O})\text{O}_b\text{aryl}$, and
- 24) $\text{O}(\text{C}=\text{O})\text{O}_b\text{-heterocycle}$,

said alkyl, alkenyl, alkynyl, cycloalkyl, aryl, and heterocyclyl is optionally substituted with up to three substituents selected from R^b , OH, $(\text{C}_1\text{-C}_6)\text{alkoxy}$, halogen, CO_2H , CN, $\text{O}(\text{C}=\text{O})\text{C}_1\text{-C}_6\text{ alkyl}$, oxo, and $\text{N(R}^b)_2$;

R^a is substituted or unsubstituted $(\text{C}_1\text{-C}_6)\text{alkyl}$, substituted or unsubstituted $(\text{C}_2\text{-C}_6)\text{alkenyl}$, substituted or unsubstituted $(\text{C}_2\text{-C}_6)\text{alkynyl}$, substituted or unsubstituted $(\text{C}_3\text{-C}_6)\text{cycloalkyl}$, substituted or unsubstituted aryl, $(\text{C}_1\text{-C}_6)\text{perfluoroalkyl}$, 2,2,2-trifluoroethyl, or substituted or unsubstituted heterocyclyl; and

R^b is H, $(\text{C}_1\text{-C}_6)\text{alkyl}$, substituted or unsubstituted aryl, substituted or unsubstituted benzyl, substituted or unsubstituted heterocyclyl, $(\text{C}_3\text{-C}_6)\text{cycloalkyl}$, $(\text{C}=\text{O})\text{OC}_1\text{-C}_6\text{ alkyl}$, $(\text{C}=\text{O})\text{C}_1\text{-C}_6\text{ alkyl}$ or $\text{S(O)}_2\text{R}^a$;

R^c is selected from:

- 1) H,
- 2) $\text{C}_1\text{-C}_{10}\text{ alkyl}$,
- 3) aryl,

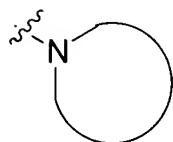
- 4) C₂-C₁₀ alkenyl,
- 5) C₂-C₁₀ alkynyl,
- 6) heterocyclyl,
- 7) C₃-C₈ cycloalkyl,
- 8) C₁-C₆ perfluoroalkyl,

said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one or more substituents selected from R^Z;

or a pharmaceutically acceptable salt or a stereoisomer thereof.

2. (Original) The compound according to Claim 1 wherein:

n is 0 or 1;



is: heterocycle selected from 2-azepinone, benzimidazolyl,

benzimidazolonyl,

2-diazapinone, imidazolyl, 2-imidazolidinone, indolyl, isoquinoliny, morpholiny, piperidyl, piperazinyl, pyridyl, pyrrolidinyl, 2-piperidinone, 2-pyrimidinone, 2-pyrrolidinone, quinoliny, tetrahydrofuryl, tetrahydroisoquinoliny, and thienyl, said heterocycle optionally substituted with one to three R^Z;

Q is selected from: H and -NR⁵R⁶;

R¹ and R² are independently selected from:

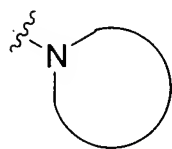
- 1) (C=O)_aO_bC₁-C₁₀ alkyl,
- 2) (C=O)_aO_baryl,
- 3) C₂-C₁₀ alkenyl,
- 4) C₂-C₁₀ alkynyl,
- 5) (C=O)_aO_b heterocyclyl,
- 6) (C=O)_aO_bC₃-C₈ cycloalkyl,
- 7) CO₂H,
- 8) halo,
- 9) CN,
- 10) OH,
- 1) O_bC₁-C₆ perfluoroalkyl,

- 2) $S(O)_mR^a$,
- 3) $NR^cS(O)_mR^a$,
- 4) oxo,
- 5) CHO,
- 6) NO_2 ,
- 7) $NR^c(C=O)O_bR^a$,
- 8) $O(C=O)O_bC_1-C_{10}$ alkyl,
- 9) $O(C=O)O_bC_3-C_8$ cycloalkyl,
- 10) $O(C=O)O_b$ aryl,
- 11) $O(C=O)O_b$ -heterocycle, and
- 12) NH_2 ,

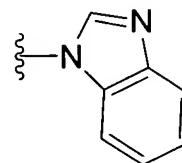
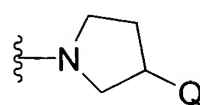
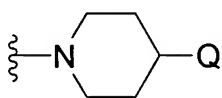
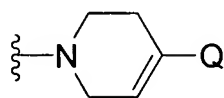
said alkyl, aryl, alkenyl, alkynyl, heterocyclyl, and cycloalkyl optionally substituted with one or more substituents selected from R^Z ;

or a pharmaceutically acceptable salt or a stereoisomer thereof.

3. (Original) The compound according to Claim 2 wherein:



is: heterocycle selected from



said heterocycle optionally substituted with one to three R^Z ;

Q is selected from: $-NR^5R^6$;

R^5 and R^6 are independently selected from:

- 1) H,
- 2) $(C=O)_aO_bC_1-C_{10}$ alkyl,
- 3) $(C=O)_aO_b$ aryl,
- 4) C_2-C_{10} alkenyl,

- 5) C_2-C_{10} alkynyl,
- 6) $(C=O)_aO_b$ heterocyclyl,
- 7) $(C=O)_aO_bC_3-C_8$ cycloalkyl,
- 8) OH,
- 9) C_1-C_6 perfluoroalkyl,
- 10) $S(O)_mR^a$, and
- 11) CHO,

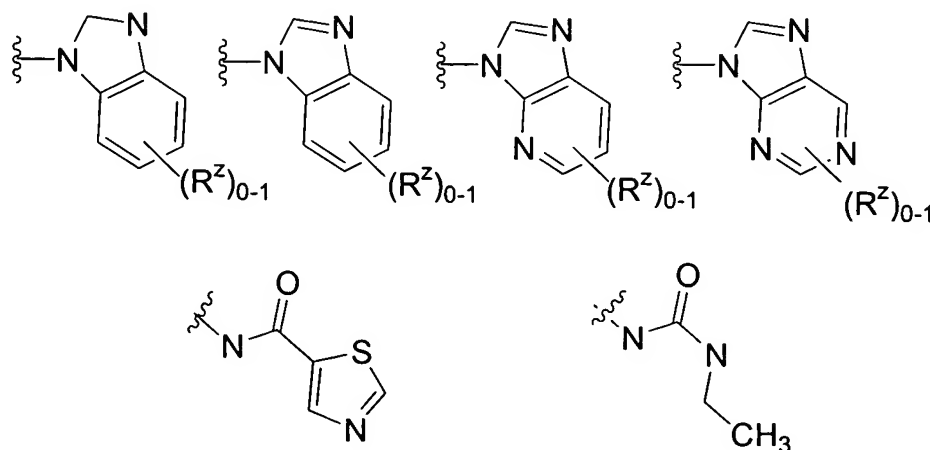
said alkyl, cycloalkyl, aryl, heterocyclyl, alkenyl, and alkynyl is optionally substituted with one or more substituents selected from R^Z , or

R^5 and R^6 can be taken together with the nitrogen to which they are attached to form a monocyclic or bicyclic heterocycle with 4-7 members in each ring and optionally containing, in addition to the nitrogen, 1-3 heteroatoms selected from N, O and S, said monocyclic or bicyclic heterocycle optionally substituted with one or more substituents selected from R^Z ;

or a pharmaceutically acceptable salt or a stereoisomer thereof.

4. (Original) The compound according to Claim 3 wherein:

Q is selected from:



wherein R^Z can attach anywhere on the bicyclic structure;

R^1 and R^2 are independently selected from:

- 1) (C_1-C_6) alkyl,
- 2) (C_1-C_{10}) alkyl-OH

- 3) CO₂H,
- 4) halo,
- 5) CN,
- 6) OH,
- 7) oxo,
- 8) CHO,
- 9) NO₂, and
- 10) NH₂

R^Z is independently selected from:

- 1) (C₁-C₆)alkyl,
- 2) (C₁-C₁₀)alkyl-OH
- 3) CO₂H,
- 4) halo,
- 5) CN,
- 6) OH,
- 7) oxo,
- 8) CHO,
- 9) NO₂, and
- 10) NH₂

or a pharmaceutically acceptable salt or a stereoisomer thereof.

5. (Original) A compound which is selected from:

1-{1-[4-(3-phenylthieno[3,4-*b*]pyrazin-2-yl)benzyl]piperidin-4-yl}-1,3-dihydro-2*H*-benzimidazol-2-one;

N-ethyl-*N'*-{(3*R*)-1-[4-(3-phenylthieno[3,4-*b*]pyrazin-2-yl)benzyl]pyrrolidin-3-yl}urea;

N-{(3*R*)-1-[4-(3-phenylthieno[3,4-*b*]pyrazin-2-yl)benzyl]pyrrolidin-3-yl}-1,3-thiazole-5-carboxamide;

9-{1-[4-(3-phenylthieno[3,4-*b*]pyrazin-2-yl)benzyl]piperidin-4-yl}-9*H*-purin-6-amine;

2-(4-{{4-(3*H*-imidazo[4,5-*b*]pyridin-3-yl)piperidin-1-yl}methyl}phenyl)-3-phenylthieno[3,4-*b*]pyrazine;

9-{1-[4-(3-phenylthieno[3,4-*b*]pyrazin-2-yl)benzyl]piperidin-4-yl}-9*H*-purine;

{1-[4-(3-phenylthieno[3,4-*b*]pyrazin-2-yl)benzyl]-1*H*-benzimidazol-2-yl}methanol;

2-{4-[(2-methyl-1*H*-benzimidazol-1-yl)methyl]phenyl}-3-phenylthieno[3,4-*b*]pyrazine;

1-{1-[4-(3-phenylthieno[3,4-*b*]pyrazin-2-yl)benzyl]-1,2,3,6-tetrahydropyridin-4-yl}-1,3-dihydro-2*H*-benzimidazol-2-one;

N-{(3*R*)-1-[4-(3-hydroxy-5-phenyl-2*H*-pyrazolo[3,4-*b*]pyrazin-6-yl)benzyl]pyrrolidin-3-yl}-1,3-thiazole-5-carboxamide; and

1-{1-[4-(3-hydroxy-5-phenyl-2*H*-pyrazolo[3,4-*b*]pyrazin-6-yl)benzyl]piperidin-4-yl}-1,3-dihydro-2*H*-benzimidazol-2-one;

or a pharmaceutically acceptable salt or a stereoisomer thereof.

6. (Original) The TFA salt of a compound according to Claim 1 which is:

1-{1-[4-(3-phenylthieno[3,4-*b*]pyrazin-2-yl)benzyl]piperidin-4-yl}-1,3-dihydro-2*H*-benzimidazol-2-one;

N-ethyl-*N'*-{(3*R*)-1-[4-(3-phenylthieno[3,4-*b*]pyrazin-2-yl)benzyl]pyrrolidin-3-yl}urea;

N-{(3*R*)-1-[4-(3-phenylthieno[3,4-*b*]pyrazin-2-yl)benzyl]pyrrolidin-3-yl}-1,3-thiazole-5-carboxamide;

9-{1-[4-(3-phenylthieno[3,4-*b*]pyrazin-2-yl)benzyl]piperidin-4-yl}-9*H*-purin-6-amine;

2-(4-{{4-(3*H*-imidazo[4,5-*b*]pyridin-3-yl)piperidin-1-yl}methyl}phenyl)-3-phenylthieno[3,4-*b*]pyrazine;

9-{1-[4-(3-phenylthieno[3,4-*b*]pyrazin-2-yl)benzyl]piperidin-4-yl}-9*H*-purine;

{1-[4-(3-phenylthieno[3,4-*b*]pyrazin-2-yl)benzyl]-1*H*-benzimidazol-2-yl} methanol;

2-{4-[(2-methyl-1*H*-benzimidazol-1-yl)methyl]phenyl}-3-phenylthieno[3,4-*b*]pyrazine;

1-{1-[4-(3-phenylthieno[3,4-*b*]pyrazin-2-yl)benzyl]-1,2,3,6-tetrahydropyridin-4-yl}-1,3-dihydro-2*H*-benzimidazol-2-one;

N-{(3*R*)-1-[4-(3-hydroxy-5-phenyl-2*H*-pyrazolo[3,4-*b*]pyrazin-6-yl)benzyl]pyrrolidin-3-yl}-1,3-thiazole-5-carboxamide; and

1-{1-[4-(3-hydroxy-5-phenyl-2*H*-pyrazolo[3,4-*b*]pyrazin-6-yl)benzyl]piperidin-4-yl}-1,3-dihydro-2*H*-benzimidazol-2-one;

or a stereoisomer thereof.

7. (Original) A compound according to Claim 5 which is selected from:

1-{1-[4-(3-phenylthieno[3,4-*b*]pyrazin-2-yl)benzyl]piperidin-4-yl}-1,3-dihydro-2*H*-benzimidazol-2-one;

or a pharmaceutically acceptable salt or a stereoisomer thereof.

8. (Original) A pharmaceutical composition comprising a pharmaceutical carrier, and dispersed therein, a therapeutically effective amount of a compound of Claim 1.

9. (Original) A pharmaceutical composition comprising a pharmaceutical carrier, and dispersed therein, a therapeutically effective amount of a compound of Claim 6.

10-22. (Canceled)